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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

)	
In re:)	
)	
TRANSCARE CORPORATION, et al.)	Chapter 7
)	Case No. 16-10407 (SMB)
Debtors.)	(Jointly Administered)
)	

**OBJECTIONS OF SCHULTE ROTH & ZABEL LLP TO THE MOTION OF
RANDY J. CRESWELL, ESQ. AND PERKINS THOMPSON, P.A. TO WITHDRAW
AS COUNSEL FOR PATRIARCH PARTNERS AGENCY SERVICES, LLC**

Schulte Roth & Zabel LLP (“SRZ”) hereby files its Objection (the “Objection”) to the *Motion of Randy J. Creswell, Esq. and Perkins Thompson, P.A. to Withdraw as Counsel for Patriarch Partners Agency Services, LLC* (“PPAS”) [Dkt. No. 326] (the “Withdrawal Motion”) and respectfully states as follows:

1. SRZ submits this Objection to the Withdrawal Motion because its premise, that the orderly administration and prosecution of these cases will not be affected by Mr. Creswell’s and Perkins Thompson’s withdrawal because SRZ will be representing PPAS going forward, is incorrect. SRZ’s engagement by Patriarch Partners Agency Services (“PPAS”) has terminated and thus SRZ will not be representing PPAS (or any of its affiliates) in these cases—or any other action.

Background

2. On February 24, 2016, TransCare Corporation, TC Ambulance Group, Inc., TC Ambulance North, Inc., TC Billing and Services Corp., TCBA Ambulance, Inc., TransCare Harford County, Inc., TransCare Management Services, Inc., TransCare Maryland, Inc., TransCare ML, Inc., TransCare New York, Inc., and TransCare Westchester, Inc. (“Debtors”) filed voluntary petitions for relief under Chapter 7 of the United States Bankruptcy Code in this Court. This Court ordered that Debtors’ cases be jointly administered on March 1, 2016 [Dkt. No. 17].

3. On February 29, 2016, Randy J. Creswell, Esq. filed a Motion for Admission to Practice, Pro Hac Vice [Dkt. No. 10], to represent PPAS, which this Court granted on March 1, 2016 [Dkt. No. 14].

4. Mr. Creswell and Perkins Thompson have represented PPAS in its capacity as a party in interest in the above-captioned cases since their commencement. Among other things, on February 29, 2016, Mr. Creswell filed the *Response of Patriarch Partners Agency Services, LLC to Motion for the Entry of an Order, Pursuant to 11 U.S.C. §§ 105 and 721, Authorizing the Chapter 7 Trustee to Operate the Debtors’ Businesses and Pay Certain Operating Expenses of These Estates* [Dkt. No. 11.] Mr. Creswell also negotiated the *Stipulation Respecting the Sale of Certain Personal Property*, dated March 10, 2016 [Dkt. No. 52-1] that was approved by order of this Court dated March 25, 2016 [Dkt. No. 52]. Mr. Creswell also filed the *Response of Patriarch Partners Agency Services, LLC to the Chapter 7 Trustee’s Motion to Approve Stipulation and for the Public Auction Sale of Certain Personal Property* on March 23, 2016 on behalf of PPAS [Dkt. No. 49]. And on October 3, 2016, Mr. Creswell filed the *Motion of*

Patriarch Partners Agency Services, LLC to Compel Turnover of Proceeds from the Sale of Certain Personal Property [Dkt. No. 284] (the “Motion to Compel”).

5. PPAS and certain of its affiliates have sought SRZ’s assistance on two discrete matters in these cases. First, PPAS requested SRZ’s assistance in responding to the *Motion of Zohar CDO 2003-1, Ltd., Zohar II 2005-1 Ltd. And Zohar III Ltd. For Entry of an Order Authorizing and Directing Discovery, Pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure, From (I) the Debtors, and (II) the Patriarch Entities*, dated May 16, 2016 [Dkt. No. 138]. That contested matter was concluded by this Court’s denial of the relief requested in the Motion.

6. Second, PPAS sought SRZ’s assistance in responding to the *Chapter 7 Trustee’s Response and Objection to the Motion of Patriarch Partners Agency Services, LLC to Compel the Turnover of Proceeds from the Sale of Certain Personal Property*, dated October 25, 2016 [Dkt. No. 290] and the *Zohar Funds’ Opposition to Motion to Compel Turnover of Proceeds* [Dkt. No. 292] and *Declaration of Elizabeth A. LaPuma in Opposition to Motion to Compel*, dated October 25, 2016 [Dkt. No. 291].

7. On October 31, 2016, SRZ filed the *Reply of Patriarch Partners Agency Services, LLC in Support of Motion to Compel Turnover of Proceeds From the Sale of Certain Personal Property* [Dkt No. 295]. Based on subsequent discussions with counsel for the Trustee, this matter has also now been concluded by PPAS’s agreement to withdraw the Motion to Compel without prejudice.¹

¹ The Motion to Compel will be withdrawn upon execution of a stipulation with the Trustee, the substantive terms of which have been agreed.

The Withdrawal Motion

8. Mr. Creswell filed a motion to withdraw as counsel for PPAS on December 1, 2016 [Dkt. No. 326]. In that motion, he asserts that SRZ “and not Perkins Thompson, will represent PPAS’s interest in these cases going forward.” [Dkt. No. 326 at ¶ 8.] He also asserts that “PPAS and Perkins Thompson have agreed that PPAS would discharge Perkins Thompson as its counsel in these cases” and that PPAS and Perkins Thompson agreed that SRZ would represent PPAS’s interests in these cases going forward. [*Id.* at ¶ 11.]

9. SRZ was never consulted about PPAS’s general “discharge” of Mr. Creswell and Perkins Thompson, and their agreement that SRZ would represent PPAS’s interests going forward (only that SRZ would assist with the Motion to Compel). [Dkt. No. 326.]

10. SRZ will not be representing PPAS’s interests going forward. Nor will SRZ be representing any interests of PPAS’s affiliates (including Patriarch Partners LLC, Patriarch Partners VIII, LLC, Patriarch Partners XIV, LLC, and Patriarch Partners XV, LLC, collectively with PPAS the “Patriarch Entities”) in this or any other action going forward.

11. Contemporaneously with this objection, SRZ is withdrawing as counsel in each and every action in which it currently represents any of the Patriarch Entities, including PPAS, due to the termination of SRZ’s engagement on all such matters resulting from irreconcilable differences and a complete breakdown of the attorney-client relationship.

12. Therefore the premise of the Withdrawal Motion, that Mr. Creswell’s withdrawal will not disrupt the prosecution or orderly administration of these cases because SRZ will be representing PPAS’s interests, is incorrect.

New York, New York
December 19, 2016

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